

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

SECURITIES AND EXCHANGE COMMISSION, §

Plaintiff, §

**ALAN TODD MAY and
PROSPER OIL & GAS, INC. a/k/a
PROSPER ENERGY, INC.** §

Defendants. §

Civil Action No.: 3:10-CV-0425-L

DECLARATION OF TERRY BRYANT

I, Terry Bryant, do hereby declare under penalty of perjury, in accordance with 28 U.S.C. § 1746, that the following is true and correct, and that I am competent to testify to the matters stated herein.

1. I have been employed by Diversified Court Reporting Services for over ten years, serving as a court reporter.
2. I certify that Mr. Alan Todd May did not appear before me on March 11, 2010 at 2:30 p.m., the time designated for his deposition. I also certify that no representative appeared on behalf of Prosper Oil & Gas, Inc. a/k/a Prosper Energy, Inc. ("Prosper") at 3:30 p.m., the time designated for Prosper's deposition.

3. At 4:00 p.m., counsel for the Securities Exchange Commission adjourned the depositions due to the deponents' failure to appear.

Executed on Thursday, March 11, 2010, in Fort Worth, Texas.

A handwritten signature in black ink, appearing to read "Terry Bryant", is written over a horizontal line.

Terry Bryant
Diversified Court Reporting Service